ALVORD AND ALVORD

ATTORNEYS AT LAW

1600 K STREET, NW Suite 200

Washington, DC

20006-2973

(202) 393-2266 Fax (202) 393-2156

December 26, 2000

ELIAS C. ALVORD (1942)

ELLSWORTH C ALVORD (1964)

RECORDATION NO. 17767-C FILED

DEC 2 6 '00

3 - 4 4 PM

SURFACE TRANSPORTATIONS BOARD

Mr. Vernon A. Williams Secretary Surface Transportation Board Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of Termination and Release of Security Agreements, dated as of December 21, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a partial release and relates to the Security Agreement which was previously filed with the Commission under Recordation Number 17767.

The names and addresses of the parties to the enclosed document are:

Secured Party:

Chase Manhattan Bank (successor to Chemical Bank) 270 Park Ave.

New York, n.y.

A description of the railroad equipment covered by the enclosed document is:

Eleven GP-40 locomotives within the series CNW 5501 - CNW 5535

A short summary of the document to appear in the index follows:

Termination and Release of Security Agreement (partial) by, Chase Manhattan Bank, successore to Chemical Bank, covering Eleven GP-40 locomotives within the series CNW 5501 - CNW 5535. Mr. Vernon A. Williams December 26, 2000 Page Two

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/anm Enclosures

RECORDATION NO. 17767-C FILED

DEC 2 6 '00

3-44 PM

SURFACE TRANSPORTATION BOARD

TERMINATION AND RELEASE OF SECURITY AGREEMENTS

The Undersigned, Chase Manhattan Bank, formerly Chemical Bank, as Collateral Agent, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates, releases and discharges its security interest, lien, chattel mortgage and other interest in and to the railroad equipment specifically identified as follows:

Eleven (11) GP-40 locomotives bearing CNW reporting marks and road numbers 5501, 5503, 5508, 5509, 5512, 5515, 5522, 5529, 5531, 5533 and 5535.

Such security interest was granted by Chicago and North Western Transportation Company, Chicago and North Western Holdings Corp., Chicago and North Western Acquisition Corp., CNW Corporation, Midwestern Railroad Properties, Incorporated, North Western Leasing Company, and Wisconsin Town Lot Company pursuant to that certain Security Agreement, dated as of March 27, 1992, in favor of Chemical Bank, as Collateral Agent (STB Recordation Number 17767) and pursuant to that certain Mortgage, Deed of Trust, Assignment of Leases and Rents, Security Agreement and Financing Statement, dated as of October 27, 1989, in favor of Chemical Bank, as Collateral Agent (STB Recordation Number 16631).

Dated this 2/ day of Dec 2000.

CHASE MANHATTAN BANK. Formerly CHEMICAL BANK, as Collateral Agent

ALLE 8. LONG

Title

STATE OF NEW YORK)

) SS.

COUNTY OF NEW YORK)

NOTARY PUBLIC

ELIZABETH IACOVIELLO
Notary Public, State of New York
No. 31-4638331
Qualified in New York County
Commission Expires June 30, 2002

Surface Transportation Board Recordation System

Enter Number: 17767

Enter Suffix: C

Document Date:

12/21/2000

Rail Recordation (No/Yes): Yes Document Type:

Termination and Release of Security

Agreement

Filing Date: 12/26/2000 Filing Time: 03:44 PM

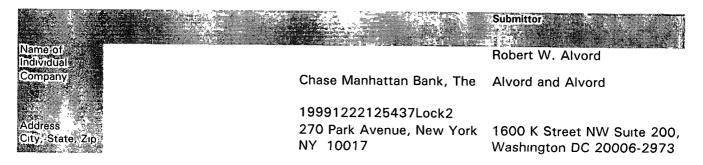
Have Parties Identified
Hereafter Acquired Clause (No.

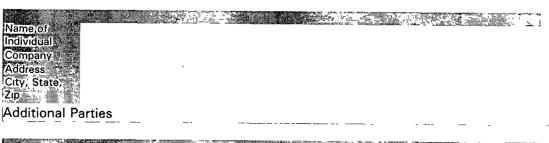
⊠No TYes

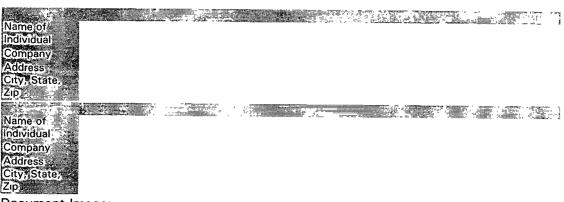
ै/Yes):

Equipment Description:

Eleven (11) GP-40 locomotives within the series CNW 5501 - CNW 5535







Document Image:

Surface Transportation Board Recordation System

Enter Number:

17767

Enter Suffix:

С

Rail Recordation (No/Yes):

Document Date:

12/21/2000

Yes

Document Type:

Termination and Release of Security

Agreement

Filing Date: 12/26/2000

Filing Time: 03:44 PM

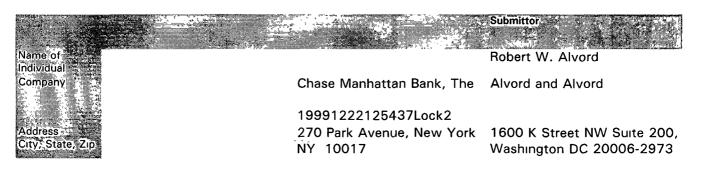
Have Parties Identified

Hereafter Acquired Clause (No

/Yes):

Equipment Description:

Eleven (11) GP-40 locomotives within the series CNW 5501 - CNW 5535



Name of Individual Company Address City, State Additional Parties

Name of Individual Company Address City, State Name of Individual Company Address City, State,

Document Image:

Surface Transportation Board Recordation System

Enter Number:

17767

Enter Suffix:

С

Rail Recordation (No/Yes): Yes

Document Date:

.

Document Type:

12/21/2000 Termination and

Release of Security

Agreement

Filing Date: 12/26/2000

Filing Time: 03:44 PM

Have Parties Identified

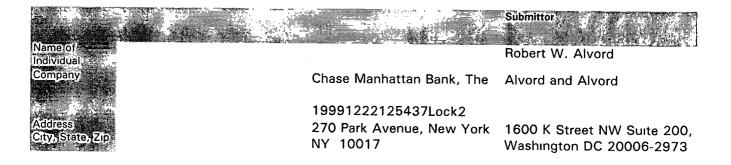
Hereafter Acquired Clause (No

🔀 Mo 🔲 Yes

/Yes):

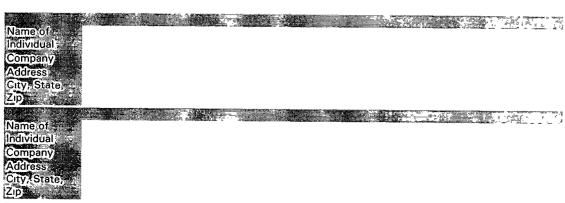
Equipment Description:

Eleven (11) GP-40 locomotives within the series CNW 5501 - CNW 5535





Additional Parties



Document Image: